

EXHIBIT “A”

Schubert, Tim (OC)

From: Michael Collins <mcollins@newlight.com>
Sent: Wednesday, November 15, 2023 9:22 AM
To: Steven Petersen; kris@primecommerciallending.com
Cc: Kimmy Humphrey; Nicholas Zuchegno; Adam Steinberg; Gray, Andrew (OC)
Subject: RE: Newlight Prime Loan

Hi Kris,

As a reminder, we are expecting the wire confirmation for the overdue refund from you by close of business today.

Thank you.

Best,

Michael Collins
Newlight Technologies, Inc.
Main: (888) 269-0489
Cell: (310) 913-2921

www.newlight.com

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From: Steven Petersen <spetersen@newlight.com>
Sent: Thursday, November 9, 2023 2:14 PM
To: kris@primecommerciallending.com
Cc: Kimmy Humphrey <kimmy@primecommerciallending.com>; Nicholas Zuchegno <nickz@aspencapitalsolutions.com>; Adam Steinberg <adam@primecommerciallending.com>; Andrew.Gray@lw.com; Michael Collins <mcollins@newlight.com>
Subject: Re: Newlight Prime Loan

Dear Kris,

Good afternoon and thank you for your reply to my email. I will be on vacation next week and am therefore copying Michael Collins, Newlight's CFO and Andrew Gray, Newlight's outside counsel and have asked them to initiate collection actions if we do not receive a wire confirmation by the close of business on Wednesday November 15th. I feel that this is more than adequate time given that the refund was originally due to be returned on September 26th.

Wire transfer instructions are as follows:

Bank Name: REDACTED
Bank Address: REDACTED
Routing Number: REDACTED
Account Number: REDACTED

Account Name: REDACTED

WIRE Swift Code: REDACTED – For incoming wires in US Dollars
REDACTED – For incoming wires in foreign currency

Please confirm receipt of this email and the date on which the wire will be initiated by replying to all.

I hope that your national training seminar goes well and I look forward to resolving this matter. If you have any questions please let me know.

Best regards,

Steven Petersen
Chief Legal Officer
Newlight Technologies, Inc.
Main: (888) 269-0489
Cell: (858) 945-6733
Fax: (714) 556-4502

www.newlight.com

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From: kris@primecommerciallending.com <kris@primecommerciallending.com>
Date: Thursday, November 9, 2023 at 7:09 AM
To: Steven Petersen <spetersen@newlight.com>
Cc: Kimmy Humphrey <kimmy@primecommerciallending.com>, Nicholas Zuchegno
<nickz@aspencapitalsolutions.com>, Adam Steinberg <adam@primecommerciallending.com>
Subject: Re: Newlight Prime Loan

[EXTERNAL]: Sent by an external sender. Use caution opening attachments, clicking web links, or replying unless you have verified this email is legitimate.

Good morning Steven I do apologize but I have a national training that I conduct once a month happening this week and I'm just getting to this email. This is going to be initiated. Once we can confirm, we will send you the Fed ID number once we receive it from our bank.

Sorry for the delayed response

Kris D. Roglieri

Sent from my iPhone

On Nov 8, 2023, at 5:25 PM, Steven Petersen <spetersen@newlight.com> wrote:

Dear Kris,

I was hoping to resolve this issue with you directly, but as I have not heard back from you I be turning this matter over to our outside counsel to resolve.

If you have any questions or updates please let me know.

Best regards,

Steven Petersen
Newlight Technologies, Inc.
Main: (888) 269-0489
Cell: (858) 945-6733
Fax: (714) 556-4502

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From: Steven Petersen <spetersen@newlight.com>
Date: Thursday, November 2, 2023 at 11:02 AM
To: kris@primecommerciallending.com <kris@primecommerciallending.com>
Cc: Kimmy Humphrey <kimmy@primecommerciallending.com>, Nicholas Zuchegno <nickz@aspencapitalsolutions.com>, Adam Steinberg <adam@primecommerciallending.com>
Subject: Re: Newlight Prime Loan

Dear Kris,

I have reached out to a number of individuals within your organization over the past few weeks and have not been able to receive an update as to when Prime will be returning the \$2.5M ICA Payment to Newlight. The contractual deadline for issuing this refund was September 26, 2023 and you are now over one month late.

I would appreciate an update and response by the close of business on Friday November 3, 2023.

Best regards,

Steven Petersen
Chief Legal Officer
Newlight Technologies, Inc.
Main: (888) 269-0489
Cell: (858) 945-6733
Fax: (714) 556-4502

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From: Steven Petersen <spetersen@newlight.com>
Date: Friday, October 20, 2023 at 3:48 PM
To: kris@primecommerciallending.com <kris@primecommerciallending.com>
Cc: Kimmy Humphrey <kimmy@primecommerciallending.com>
Subject: FW: Newlight Prime Loan

Dear Kris,

I am writing to you in regards to the email below that was sent to Kimmy Humphrey. It was been a week since sending and I have not had an acknowledgement from Ms. Humphrey.

Please at your earliest convenience let me know when we can expect to receive the ICA Payment refund.

Best regards,

Steven Petersen
Newlight Technologies, Inc.
Main: (888) 269-0489
Cell: (858) 945-6733
Fax: (714) 556-4502

www.newlight.com

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From: Steven Petersen <spetersen@newlight.com>
Date: Thursday, October 12, 2023 at 3:24 PM
To: kimmy@primecommerciallending.com <kimmy@primecommerciallending.com>
Cc: Michael Collins <mcollins@newlight.com>
Subject: Newlight Prime Loan

Dear Kimmy,

In follow up to my voice mail I would like to discuss the refund of the \$2.5M ICA Payments that is currently owed to Newlight. On August 23, 2023 Newlight sent the attached Notice of Termination Letter pursuant to Section 13.7 of the Line of Credit Agreement. The attached letter was received by Prime on September 5, 2023 which required Prime to return the ICA Payment to Newlight by September 26, 2023. The refund is currently two weeks late.

Payment instructions are as follows:

- a. If by check, payable to **Newlight Technologies, Inc.** sent to: "Newlight Technologies, Inc., ATTN: Steve Petersen, Chief Legal Officer, 14382 Astronautics Lane, Huntington Beach, CA 92647
- b. If by wire transfer, using the following information:
Bank Name: REDACTED
Bank Address: REDACTED
Routing Number: REDACTED
Account Number:
Account Name: REDACTED

WIRE Swift Code: REDACTED – For incoming wires in US Dollars
REDACTED – For incoming wires in foreign currency

Please confirm receipt of this email and the date on which the wire will be initiated.

Best regards,

Steven Petersen
Chief Legal Officer
Newlight Technologies, Inc.
Main: (888) 269-0489
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